

Exhibit 2

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ANDREW CORZO, SIA HENRY, ALEXANDER
LEO-GUERRA, MICHAEL MAERLENDER,
BRANDON PIYEVSKY, BENJAMIN
SHUMATBRITTANY TATIANA WEAVER, and
CAMERON WILLIAMS, individually and on
behalf of all others similarly situated,

Plaintiffs,

v.

BROWN UNIVERSITY, CALIFORNIA
INSTITUTE OF TECHNOLOGY, UNIVERSITY
OF CHICAGO, THE TRUSTEES OF COLUMBIA
UNIVERSITY IN THE CITY OF NEW YORK,
CORNELL UNIVERSITY, TRUSTEES OF
DARTMOUTH COLLEGE, DUKE UNIVERSITY,
EMORY UNIVERSITY, GEORGETOWN
UNIVERSITY, THE JOHNS HOPKINS
UNIVERSITY, MASSACHUSETTS INSTITUTE
OF TECHNOLOGY, NORTHWESTERN
UNIVERSITY, UNIVERSITY OF NOTRE DAM
DU LAC, THE TRUSTEES OF THE
UNIVERSITY OF PENNSYLVANIA, WILLIAM
MARSH RICE UNIVERSITY, VANDERBILT
UNIVERSITY, and YALE UNIVERSITY,

Defendants.

Case No.: 1:22-cv-00125

Hon. Matthew F. Kennelly

**DECLARATION OF GRAHAM D. PENNY REGARDING NOTICE PURSUANT TO
CLASS ACTION FAIRNESS ACT OF 2005**

I, Graham D. Penny, declare as follows:

1. I am an Assistant Director of JND Legal Administration, LLC (“JND”). JND is a legal administration services provider with its headquarters located in Seattle, Washington. This

Declaration is based on my personal knowledge as well as upon information provided to me by experienced JND employees.

2. JND was asked by Counsel for the University of Chicago to effect notice of the proposed Settlement in the above-captioned action pursuant to the Class Action Fairness Act of 2005, 28 U.S.C. § 1715 (“CAFA”). On August 21, 2023, JND duly sent by Federal Express or U.S. Mail notice of the settlement in the action to the United States Attorney General and to the appropriate State officials. An example CAFA notice and list of recipients is attached hereto as **Exhibit A**.

3. JND subsequently confirmed that all of the notices had been delivered. Copies of the delivery reports are attached hereto as **Exhibit B**. As of the date of this Declaration, JND has not received any inquiries or objections from any State or Federal officials.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 31, 2023, at Totowa, New Jersey.

BY: 

GRAHAM D. PENNY

Exhibit A



James L. Cooper
+1 202.942.5014 Direct
James.Cooper@arnoldporter.com

August 21, 2023

VIA FEDEX OR USPS

United States Attorney General
And Other Attorneys General and Officials
Identified in Exhibit A

Re: **CAFA Notice of Proposed Settlement, *Henry et al. v. Brown University et al.*, No. 1:22-cv-00125 (N.D. Ill.)**

Dear Sir/Madam:

Pursuant to the Class Action Fairness Act (“CAFA”), 28 U.S.C. § 1715(b), the University of Chicago (“UChicago”) hereby serves notice of a proposed settlement in *Henry et al. v. Brown University et al.*, No. 1:22-cv-00125 (the “Action”) pending in the United States District Court for the Northern District of Illinois (the “Court”).

A motion for preliminary approval of the proposed settlement in the Action was filed with the Court on August 14, 2023. In compliance with the requirements set forth in CAFA, UChicago encloses a CD containing copies of the following documents related to the Action:

1. The original class action complaint filed by individual named plaintiffs in the Action on January 9, 2022;
2. The first amended class action complaint filed by individual named plaintiffs in the Action on February 15, 2022;
3. The second amended class action complaint filed by individual named plaintiffs in the Action on February 15, 2022;
4. Plaintiffs’ Unopposed Motion for Preliminary Approval of Settlement, Provisional Certification of Proposed Settlement Class, Approval of Notice Plan, and Approval of the Proposed Schedule for Completing the Settlement Process, including the Settlement Agreement, executed August 7, 2023, which is attachment #3 to the motion and includes an Escrow Agreement; and proposed Summary and Long

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Form notices as attachments #9 and #10 to the motion (collectively, “Motion for Preliminary Approval”).

An index of the above exhibits is attached hereto as Exhibit B.

It is not feasible to identify the names of putative class members who reside in each state, district, or territory, or to estimate the proportionate share of the claims of such members to the entire settlement. The proposed settlement class includes approximately two decades of current and former undergraduate students who attended 17 different universities, were U.S. citizens or permanent residents, and received certain need-based financial aid, with exclusions based on, among other things, the amount of financial aid received. The class definition is as follows:

All U.S. citizens or permanent residents who have during the Class Period (a) enrolled in one or more of Defendants' full-time undergraduate programs, and (b) received at least some need-based financial aid from one or more Defendants, and (c) directly purchased from one or more Defendants tuition, fees, room, or board that was not fully covered by the combination of any types of financial aid or merit aid (not including loans) in any undergraduate year.¹

The Class Period is defined as follows:

- i. For UChicago, Columbia, Cornell, Duke, Georgetown, MIT, Northwestern, Notre Dame, Penn, Rice, Vanderbilt, Yale—from 2003 through the date the Court enters an order preliminarily approving the Settlement.
- ii. For Brown, Dartmouth, Emory—from 2004 through the date the Court enters an order preliminarily approving the Settlement.
- iii. For CalTech—from 2019 through the date of the Court enters an order preliminarily approving the Settlement.

¹ For avoidance of doubt, the Class does not include purchasers for whom the total cost they were charged by the Defendant or Defendants whose institution(s) they attended, including tuition, fees, room, or board for each undergraduate academic year, was covered by any form of financial aid or merit aid (not including loans) from one or more Defendants.

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- iv. For Johns Hopkins—from 2021 to the date the Court enters an order preliminarily approving the Settlement.

Excluded from the Class are:

- i. Any Officers and/or Trustees of Defendants, or any current or former employees holding any of the following positions: Assistant or Associate Vice Presidents or Vice Provosts, Executive Directors, or Directors of Defendants' Financial Aid and Admissions offices, or any Deans or Vice Deans, or any employees in Defendants in-house legal offices; and
- ii. the Judge presiding over this action, his or her law clerks, spouse, and any person within the third degree of relationship living in the Judge's household and the spouse of such a person.

Plaintiffs estimate that the settlement class includes approximately 200,000 U.S. citizens and permanent residents. Based on that estimated class size and census data related to each state, district, or territory's population over age of 25 that has a bachelor's degree, Exhibit C estimates the number of putative class members who reside in each state, district or territory, and the estimated proportionate share of the claims of such members to the entire settlement. Each class member would receive a share of the proposed settlement in accordance with the proposed plan of allocation described in Plaintiffs' memorandum in support of their Motion for Preliminary Approval and Exhibit D to the Motion for Preliminary Approval.

As of the date of this letter:

- i. There are no other agreements between Class Counsel and counsel for UChicago beyond those set forth in the Settlement Agreement and Escrow Agreement.
- ii. UChicago is not aware of any other settlement agreements made between Class Counsel and counsel for other defendants.
- iii. The next status hearing for this matter is scheduled for August 24, 2023, at 1:00 pm CDT. Any party wishing to speak at that hearing must appear in person. The Court has indicated a plan to hold in-person status hearings every six weeks thereafter, which have not yet been scheduled.



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- iv. The Court has not issued any written judicial opinion or order relating to the settlement agreement, proposed notice, or Motion for Preliminary Approval.
- v. The Court has not ordered any final judgment or notice of dismissal.

Sincerely,

/s/ James L. Cooper

Enclosures as stated



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Exhibit A

CAFA Notice Distribution List

1. Merrick Garland
Office of the U.S. Attorney General
U.S. Department of Justice
950 Pennsylvania Ave NW
Washington, DC 20530-0001
2. Treg R. Taylor
Office of the Attorney General, State of Alaska
1031 W 4th Ave, Ste 200
Anchorage, AK 99501
3. Steve Marshall
Attorney General's Office, State of Alabama
501 Washington Ave
Montgomery, AL 36104
4. Tim Griffin
Office of the Attorney General, State of Arkansas
323 Center St, Ste 200
Little Rock, AR 72201-2610
5. Kris Mayes
Office of the Attorney General, State of Arizona
2005 N Central Ave
Phoenix, AZ 85004-2926
6. CAFA Coordinator
Office of the Attorney General, State of California
Consumer Protection Section
455 Golden Gate Ave., Ste 11000
San Francisco, CA 94102-7004

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7. Phil Weiser
Office of the Attorney General, State of Colorado
Ralph L. Carr Judicial Building
1300 Broadway, 10th Fl
Denver, CO 80203
8. William Tong
Office of the Attorney General, State of Connecticut
165 Capitol Ave
Hartford, CT 06106
9. Brian Schwalb
Office of the Attorney General, District of Columbia
400 6th St NW
Washington, DC 20001
10. Kathy Jennings
Delaware Department of Justice, State of Delaware
Carvel State Office Building
820 N French Street
Wilmington, DE 19801-3520
11. Ashley Moody
Office of the Attorney General, State of Florida
PL-01 The Capitol
Tallahassee, FL 32399-1050
12. Chris Carr
Office of the Attorney General, State of Georgia
40 Capitol Sq SW
Atlanta, GA 30334-1300
13. Anne E. Lopez
Department of the Attorney General, State of Hawaii
425 Queen Street
Honolulu, HI 96813-2903

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14. Brenna Bird
Office of the Attorney General, State of Iowa
Hoover State Office Building
1305 E. Walnut Street Rm 109
Des Moines, IA 50319-0109
15. Raúl R. Labrador
Office of the Attorney General, State of Idaho
700 W. Jefferson St, Suite 210
Boise, ID 83720
16. Kwame Raoul
Office of the Attorney General
James R. Thompson Center
100 W. Randolph St
Chicago, IL 60601
17. Ginger Ostro, Executive Director
Illinois Board of Higher Education
1 North Old State Capitol Plz, Ste 333
Springfield, IL 62701-1377
18. Todd Rokita
Office of the Attorney General, State of Indiana
Indiana Government Center South
302 W Washington St 5th Fl
Indianapolis, IN 46204
19. Kris W. Kobach
Office of the Attorney General, State of Kansas
120 SW 10th Ave, 2nd Fl
Topeka, KS 66612-1597
20. Daniel Cameron
Office of the Attorney General, Commonwealth of Kentucky
Capitol Building
700 Capitol Ave Ste 118
Frankfort, KY 40601-3449

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21. Jeff Landry
Office of the Attorney General, State of Louisiana
1885 N. Third St
Baton Rouge, LA 70802
22. CAFA Coordinator
General Counsel's Office
Office of Attorney General, Commonwealth of Massachusetts
One Ashburton Pl, 20th Fl
Boston, MA 02108
23. Anthony G. Brown
Office of the Attorney General, State of Maryland
200 St. Paul Pl
Baltimore, MD 21202
24. Aaron Frey
Office of the Attorney General, State of Maine
6 State House Station
Augusta, ME 04333-0006
25. Dana Nessel
Department of Attorney General, State of Michigan
G. Mennen Williams Building, 7th Fl
525 W Ottawa St
Lansing, MI 48933-1067
26. Keith Ellison
Office of the Attorney General, State of Minnesota
445 Minnesota St, Suite 1400
St. Paul, MN 55101-2131
27. Andrew Bailey
Attorney General's Office, State of Missouri
Supreme Court Building
207 W High St
Jefferson City, MO 65101-1516



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28. Lynn Fitch
Office of the Attorney General, State of Mississippi
Walter Sillers Building
550 High St Ste 1200
Jackson, MS 39201
29. Austin Knudsen
Office of the Attorney General, State of Montana
Justice Building, Third Fl
215 N. Sanders
Helena, MT 59601-4517
30. Josh Stein
Attorney General's Office, State of North Carolina
114 W Edenton St
Raleigh, NC 27603
31. Drew H . Wrigley
Office of the Attorney General, State of North Dakota
State Capitol, 600 E Boulevard Ave
Dept. 125
Bismarck, ND 58505
32. Mike Hilgers
Attorney General's Office, State of Nebraska
2115 State Capitol
Lincoln, NE 68509
33. John Formella
Office of the Attorney General, State of New Hampshire
NH Department of Justice
33 Capitol St.
Concord, NH 03301
34. Matthew J. Platkin
Office of the Attorney General, State of New Jersey
Richard J. Hughes Justice Complex
25 Market St 8th Fl, West Wing
Trenton, NJ 08611

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35. Raúl Torrez, State of New Mexico
Office of the Attorney General
Villagra Building
408 Galisteo Street
Santa Fe, NM 87501
36. Aaron Ford
Office of the Attorney General, State of Nevada
Old Supreme Court Building
100 N Carson St
Carson City, NV 89701-4717
37. CAFA Coordinator
Office of the Attorney General, State of New York
28 Liberty St, 15th Fl
New York, NY 10005
38. Dave Yost
Attorney General's Office, State of Ohio
State Office Tower
30 E Broad St 14th Fl
Columbus, OH 43215-3414
39. Gentner Drummond
Office of the Attorney General, State of Oklahoma
313 NE 21st St
Oklahoma City, OK 73105-3207
40. Ellen F. Rosenblum
Oregon Department of Justice
Justice Building
1162 Court St NE
Salem, OR 97301-4096
41. Michelle Henry
Office of the Attorney General, Commonwealth of Pennsylvania
Strawberry Square 16th Fl
Harrisburg, PA 17120



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42. Peter F. Neronha
Office of the Attorney General, State of Rhode Island
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Providence, RI 02903-2907
43. Alan Wilson
Office of the Attorney General, State of South Carolina
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Columbia, SC 29201
44. Marty Jackley
Office of the Attorney General, State of South Dakota
1302 E Highway 14, Ste 1
Pierre, SD 57501-8501
45. Jonathan Skrmetti
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500 Dr Martin L King Jr Blvd
Nashville, TN 37219
46. Angela Colmenero
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300 W. 15th St
Austin, TX 78701
47. Sean D. Reyes
Office of the Attorney General, State of Utah
Utah State Capitol Complex
350 North State St Ste 230
Salt Lake City, UT 84114
48. Jason S. Miyares
Office of the Attorney General, Commonwealth of Virginia
202 N. Ninth St.
Richmond, VA 23219

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49. Charity R. Clark
Attorney General's Office, State of Vermont
109 State St.
Montpelier, VT 05609-1001
50. Bob Ferguson
Office of the Attorney General, State of Washington
1125 Washington St SE
Olympia, WA 98501-2283
51. Josh Kaul
Attorney General's Office, State of Wisconsin
P.O. Box 7857
Madison, WI 53707-7857
52. Patrick Morrissey
Office of The Attorney General, State of West Virginia
State Capitol, 1900 Kanawha Blvd E
Building 1 Rm E-26
Charleston, WV 25305-0029
53. Bridget Hill
Office of the Attorney General, State of Wyoming
109 State Capitol
200 W 24th St, Rm W109
Cheyenne, WY 82002-3642
54. Fainu'ulelei Falefatu Ala'ilima-Utu
Office of the Attorney General, American Samoa
Department of Legal Affairs
Exec Ofc Bldg, 3rd Fl
P.O. Box 7
Utulei, AS 96799
55. Douglas B. Moylan
Office of the Attorney General of Guam
Administration Division
590 S Marine Corps Dr, Suite 901
Tamuning, GU 96913-3537



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56. Edward Manibusan
Office of the Attorney General, Commonwealth of the Northern Mariana Islands
Administration Building
P.O. Box 10007
Saipan, MP 96950-8907
57. Domingo Emanuelli Hernández
Dpto. de Justicia de Puerto Rico
Calle Teniente César González 677
Esq. Ave. Jesús T. Piñero
San Juan, PR 00918
58. Ariel Smith
Office of the Attorney General of the U.S. Virgin Islands
3438 Kronprindsens Gade
GERS Building 2nd Fl
St. Thomas, VI 00802-5749



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Exhibit B

INDEX OF EXHIBITS

Ex. No.	Document	No. 1:22-cv-125 N.D. Ill. Dkt. #
1.	Class Action Complaint	1
2.	Amended Class Action Complaint	106
3.	Second Amended and Supplemental Class Action Complaint	308
4.	Plaintiffs' Unopposed Motion for Preliminary Approval of Settlement, Provisional Certification of Proposed Settlement Class, Approval of Notice Plan, and Approval of the Proposed Schedule for Completing the Settlement Process	428



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Exhibit C

Estimate of Proportionate Share

U.S. State, District, or Territory	Estimated Share of Settlement	Estimated Number of Putative Class Members (Assuming 200,000 Class Members)
Alabama	1.17%	2,340
Alaska	0.20%	400
Arizona	2.00%	4,000
Arkansas	0.64%	1,280
California	12.08%	24,160
Colorado	2.23%	4,460
Connecticut	1.32%	2,640
Delaware	0.31%	620
District of Columbia	0.37%	740
Florida	6.48%	12,960
Georgia	3.11%	6,220
Hawaii	0.45%	900
Idaho	0.48%	960
Illinois	4.02%	8,040
Indiana	1.63%	3,260
Iowa	0.81%	1,620
Kansas	0.85%	1,700
Kentucky	1.03%	2,060
Louisiana	1.02%	2,040
Maine	0.45%	900
Maryland	2.26%	4,520
Massachusetts	2.85%	5,700
Michigan	2.74%	5,480
Minnesota	1.88%	3,760
Mississippi	0.60%	1,200
Missouri	1.66%	3,320
Montana	0.33%	660
Nebraska	0.55%	1,100
Nevada	0.75%	1,500
New Hampshire	0.50%	1,000
New Jersey	3.46%	6,920
New Mexico	0.54%	1,080



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U.S. State, District, or Territory	Estimated Share of Settlement	Estimated Number of Putative Class Members (Assuming 200,000 Class Members)
New York	6.93%	13,860
North Carolina	3.14%	6,280
North Dakota	0.20%	400
Ohio	3.09%	6,180
Oklahoma	0.91%	1,820
Oregon	1.37%	2,740
Pennsylvania	3.93%	7,860
Puerto Rico	0.85%	1,700
Rhode Island	0.35%	700
South Carolina	1.41%	2,820
South Dakota	0.23%	460
Tennessee	1.82%	3,640
Texas	7.90%	15,800
Utah	0.92%	1,840
Vermont	0.26%	520
Virginia	3.08%	6,160
Washington	2.61%	5,220
West Virginia	0.38%	760
Wisconsin	1.65%	3,300
Wyoming	0.14%	280
American Samoa	0.01%	20
Guam	0.02%	40
Northern Mariana Islands	0.01%	20
U.S. Virgin Islands	0.01%	20
TOTAL	100%	200,000

Exhibit B

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TRACKING ID	SHIP DATE	SHIPPER CITY, STATE	RECIPIENT CITY, STATE	STATUS	DELIVERY DATE	SCHEDULED DELIVERY DATE	SERVICE
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773092231147	8/21/23	SEATTLE, WA	Jackson, MS		Delivered	8/22/23 10:05 AM	FedEx Express
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773092230563	8/21/23	SEATTLE, WA	Concord, NH	Delivered	8/22/23 10:19 AM		FedEx Express
773092245051	8/21/23	SEATTLE, WA	Trenton, NJ	Delivered	8/22/23 9:34 AM		FedEx Express
773092246301	8/21/23	SEATTLE, WA	Santa Fe, NM	Delivered	8/22/23 9:22 AM		FedEx Express
773092128608	8/21/23	SEATTLE, WA	Carson City, NV	Delivered	8/22/23 9:19 AM		FedEx Express
773092199688	8/21/23	SEATTLE, WA	New York, NY	Delivered	8/22/23 8:35 AM		FedEx Express
773092224590	8/21/23	SEATTLE, WA	Columbus, OH	Delivered	8/22/23 9:23 AM		FedEx Express
773092224811	8/21/23	SEATTLE, WA	Oklahoma City, OK	Delivered	8/22/23 9:20 AM		FedEx Express
773092225380	8/21/23	SEATTLE, WA	Salem, OR	Delivered	8/22/23 9:42 AM		FedEx Express
773092244950	8/21/23	SEATTLE, WA	Harrisburg, PA	Delivered	8/22/23 10:09 AM		FedEx Express
773092246460	8/21/23	SEATTLE, WA	Providence, RI	Delivered	8/22/23 9:23 AM		FedEx Express



773092128620	8/21/23	SEATTLE, WA	Columbia, SC		Delivered	8/22/23 8:54 AM	FedEx Express
773092245349	8/21/23	SEATTLE, WA	Pierre, SD		Delivered	8/22/23 10:11 AM	FedEx Express
773092230736	8/21/23	SEATTLE, WA	Nashville, TN		Delivered	8/22/23 12:53 PM	FedEx Express
773092125860	8/21/23	SEATTLE, WA	Austin, TX		Delivered	8/22/23 10:20 AM	FedEx Express
773092324148	8/21/23	SEATTLE, WA	Salt Lake City, UT		Delivered	8/22/23 9:47 AM	FedEx Express
773092225406	8/21/23	SEATTLE, WA	Richmond, VA		Delivered	8/22/23 9:51 AM	FedEx Express
773092199427	8/21/23	SEATTLE, WA	Montpelier, VT		Delivered	8/22/23 10:29 AM	FedEx Express
773092199806	8/21/23	SEATTLE, WA	Olympia, WA		Delivered	8/22/23 10:29 AM	FedEx Express
773092246551	8/21/23	SEATTLE, WA	Charleston, WV		Delivered	8/22/23 9:16 AM	FedEx Express
773092200961	8/21/23	SEATTLE, WA	Cheyenne, WY		Delivered	8/23/23 11:41 AM	FedEx Express
773100395050	8/21/23	SEATTLE, WA	TAMUNING		Delivered	8/28/23 8:20 AM	FedEx Express
773100425344	8/21/23	SEATTLE, WA	SAIPAN		Delivered	8/31/23 8:31 AM	FedEx Express
773100360446	8/21/23	SEATTLE, WA	SAN JUAN, PR		Delivered	8/23/23 4:02 PM	FedEx Express
773092388594	8/21/23	SEATTLE, WA	ST THOMAS		Delivered	8/22/23 2:19 PM	FedEx Express

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Scheduled Delivery by

TUESDAY

22

August
2023 ⓘ

by

6:00pm ⓘ

Your item has been delivered and is available at a PO Box at 8:37 am on August 22, 2023 in MADISON, WI 53707.

Feedback

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Delivered, PO Box

MADISON, WI 53707

August 22, 2023, 8:37 am

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Product Information



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Tracking Number:

Remove X

9470103699300073040700

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Scheduled Delivery by

WEDNESDAY

23 August 2023 ⓘ

by **6:00pm** ⓘ

Your item has been delivered and is available at a PO Box at 4:13 am on August 25, 2023 in PAGO PAGO, AS 96799.

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USPS Tracking Plus®

Delivered

Delivered, PO Box

PAGO PAGO, AS 96799

August 25, 2023, 4:13 am

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